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BEFORE THE
DEPARTMENT OF TRANSPORTATION
WASHINGTON, D.C.

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DEPT. OF TRANSPORTATION
DOCKETS
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Joint Application of :
:
CONTINENTAL AIRLINES, INC. :
and :
COMPAÑÍA PANAMEÑA DE AVIACIÓN, S.A. :
:
under 49 U.S.C. §§ 41308 and 41309 for approval :
of, and antitrust immunity for, an alliance agreement :

Docket OST-00-8577-2

JOINT MOTION OF
CONTINENTAL AIRLINES, INC. AND
COMPAÑÍA PANAMEÑA DE AVIACIÓN, S.A.
FOR CONFIDENTIAL TREATMENT

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December 22, 2000

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JOINT MOTION OF
CONTINENTAL AIRLINES, INC. AND
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FOR CONFIDENTIAL TREATMENT

Pursuant to Rule 12 of the Department's Rules of Practice, Continental¹ and COPA move the Department to withhold from public disclosure the confidential documents submitted with this motion. These documents are submitted in support of the joint application of Continental and COPA for approval of, and antitrust immunity for, their alliance agreement. In accordance with Rule 12, Continental and COPA are submitting copies of their confidential documents to the Department separately in a sealed envelope bearing the above-referenced caption and marked "Confidential Treatment Requested Under § 302.12."

¹ Common names are used for airlines.

Continental and COPA state as follows in support of their motion:

1. Continental and COPA are seeking confidential treatment under Rule 12 for the confidential documents submitted with this motion because the documents are commercially sensitive and contain confidential information. The Freedom of Information Act ("FOIA") Exemption 4 protects from public disclosure "trade secrets and commercial or financial information obtained from a person and privileged or confidential." (5 U.S.C. § 552(b)(4)) Courts have interpreted this FOIA statutory exemption to prevent public disclosure of information that is not usually released to the public and which, if released, would cause substantial harm to the competitive position of the person from whom the information was obtained. (See, e.g., Gulf & Western Industries, Inc. v. United States, 615 F.2d 527, 530 (D.C. Cir. 1980); American Airlines, Inc. v. National Mediation Board, 588 F.2d 863, 871 (2d Cir. 1978); and National Parks & Conservation Association v. Kleppe, 547 F.2d 673, 684 (D.C. Cir 1976)) The Department has consistently followed this interpretation of FOIA Exemption 4. (See, e.g., Orders 2000-5-18 and 99-9-9) The purpose of this statutory exemption "is to protect the confidentiality of information which citizens provide to their government, but which would customarily not be released to the public, and to facilitate citizens' ability to confide in their government." (Burke Energy Corp. v. Department of Energy, 583 F.Supp. 507, 510 (D. Kansas 1984))

2. To qualify for this exemption, information must be: (1) commercial or financial in nature, (2) obtained from a person, and (3) privileged or confidential.

(See, e.g., Public Citizen Health Research Group v. FDA, 704 F.2d 1280, 1290 (D.C. Cir. 1983)) The confidential documents and information submitted by Continental and COPA with this motion satisfy this three-part test.

First, the information is commercial or financial in nature. The confidential documents and information submitted with this motion disclose commercial and financial information in connection with the Continental/COPA alliance for which antitrust immunity is sought. Moreover, these confidential documents and this type of confidential information are proprietary, commercially sensitive and of a confidential commercial and financial nature and would not otherwise be made public. Continental and COPA are providing these documents and information to the Department only so the Department can fully and expeditiously evaluate the request by Continental and COPA for antitrust immunity for their alliance agreement.

Second, the information submitted under seal has been "obtained from a person" within the meaning of Exemption 4. Continental and COPA are each a "person" as defined by 5 U.S.C. § 551(2).

Third, the information is "confidential." This confidential information is not generally available to the public, and its public disclosure is not required to further the public interest or to promote competition. In National Parks and Conservation Ass'n v. Morton, 498 F.2d 765 (D.C. Cir. 1974), the court held that information is "confidential" for purposes of Exemption 4 if it would not customarily be released to the public by the person from whom it was obtained and if disclosure is likely to

have either of the following results: "(1) to impair the Government's ability to obtain necessary information in the future; or (2) to cause substantial harm to the competitive position of the person from whom the information was obtained."

(498 F.2d at 770) The Department has found in similar antitrust-immunity cases that the confidential documents and information submitted to the Department should be accorded confidential treatment. (See, e.g., Orders 2000-5-18 and 99-9-9)

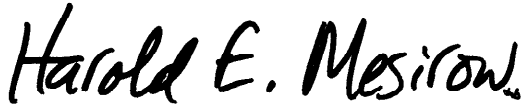
In doing so, the Department has said that granting confidential treatment to documents such as those being submitted by Continental and COPA is justified since they are "private documents which would not otherwise be made available to the public." (See, e.g., Order 89-11-8 at 9, made final by Order 89-11-26 at 1)

Moreover, public disclosure of the confidential documents and information covered by this motion would cause substantial harm to the competitive position of Continental and COPA and could impair the Department's ability to obtain similar information on a voluntary basis from other persons in the future.

WHEREFORE, Continental and COPA ask the Department to grant their joint motion for confidential treatment of the documents submitted with this motion.

Respectfully submitted,

ROBINS, KAPLAN, MILLER
& CIRESI L.L.P.



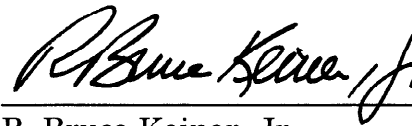
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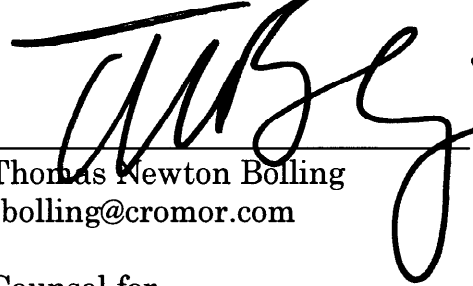
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December 22, 2000

INDEX OF CONFIDENTIAL DOCUMENTS
CONTINENTAL AIRLINES, INC.

Document Number	Description
CO 00001 – 00007	MIA Airport Development Plan -- Miami Presence Project (September 24, 1998)
CO 00008 – 00031	COPA Partnership Marketing Plan (February 1, 1999)
CO 00032 – 00047	Panama City Profitability Analysis (January 1998)
CO 00048 – 00052	COPA Fleet Acquisition Summary, Market Plan, Panama Hub Analysis and 737-700 Routes 1999-2003
CO 00053	(Not Used)
CO 00054	Total Routes - COPA (April 13, 2000: date written or date printed)
CO 00055 – 00063	Total Routes - Continental (April 13, 2000: date written or date printed)
CO 00064 – 00073	Grupo TACA Investment Opportunity Update (May 3, 1999)
CO 00074 – 00109	Central America Strategic Opportunity - Preliminary Assessment (December 7, 1998)
CO 00110 – 00124	COPA's and TACA's Updated Fleet Plan (June 18, 1999)
CO 00125 – 00137	LAX-PTY Route Analysis for COPA (August 27, 1999)
CO 00138	COPA Top 100 Origin & Destinations - Year Ending February 2000 (April 12, 2000: date written or date printed)
CO 00139 – 00144	Continental/COPA IAH-PTY Analysis (Date Unknown)
CO 00145 – 00158	Continental Airlines - COPA Airlines Alliance Overview (Post - March, 1999)
CO 00159 – 00168	Continental Latin Network Overview (Date Unknown)
CO 00169 – 00175	Continental/COPA EWR-PTY Analysis (Date Unknown)
CO 00176 – 00205	Delta Latin Growth (Date Unknown)

Document Number	Description
CO 00206 – 00207	Footnotes to Untitled Document Re: COPA/Latin American Market (Date Unknown)
CO 00208 – 00225	OnePass Program Participation Proposal (August 4, 1998)
CO 00226 – 00235	COPA Express (August 1998)
CO 00236 – 00251	COPA 3rd Quarter Results (1998)
CO 00252 – 00285	COPA Holdings Due Diligence Information (March 5, 1999)
CO 00286 – 00345	COPA Holdings September 1999 Board Book (Date Unknown)
CO 00346 – 00397	COPA Holdings July 1999 Board Book (March 20, 2000: Date Printed)
CO 00398 – 00417	COPA Holdings Revised 1999 Financial Projections (March 20, 2000: Date Printed)
CO 00418 – 00443	COPA Quarterly Report - 4Q1998 (March 20, 2000: Date Printed)
CO 00444 – 00464	Central America Strategic Opportunity (August 1998)
CO 00465 – 00485	Central America Strategic Opportunity (September 1998)
CO 00486 – 00493	COPA Memo to Continental on TACA Documents from 1991-1995 (August 13, 1998)
CO 00494 – 00511	Central America Strategic Opportunity - Preliminary Assessment [2nd Copy] (December 7, 1998)
CO 00512 – 00525	COPA Investment (April 27, 1998)
CO 00526 – 00552	COPA Project Timeline (December 22, 1998)
CO 00553 – 00558	Connectivity to COPA -- Proposal to Retime IAH-PTY (April 1999)
CO 00559 – 00601	COPA/Continental Cooperative Strategy (October 24, 1997)

INDEX OF CONFIDENTIAL DOCUMENTS
COMPANÍA PANAMEÑA DE AVIACIÓN, S.A.*

Document Number	Description
CM 00001 - CM 00008	U.S. Origin and Destination Traffic Data (November 6, 2000)
CM 00009 - CM 00010	1999 and 2000 COPA/Continental Accounts Receivable and Payable (November 2000)
CM00011 - CM 00012	Comparison of 1999 and 2000 COPA/Continental Accounts Receivable and Payable (November 2000)
CM 00013 - CM 00014	1998 and 1999 COPA/Continental Accounts Receivable and Payable (March 24, 2000)
CM 00015 - CM 00016	Comparison of 1998 and 1999 COPA/Continental Accounts Receivable and Payable (March 24, 2000)
CM 00017	COPA/Continental Alliance Revenues (November 6, 2000)
CM 00018	June 1999 to December 1999 Continental Market Detail (November 6, 2000)
CM 00019	Graph Depicting 1999 and 2000 COPA Interline Revenues Generated by Continental (November 6, 2000)
CM 00020	Graph Depicting 1999 and 2000 COPA Codeshare Revenues Generated by Continental (November 6, 2000)
CM 00021	Graph Depicting 1999 and 2000 Total Continental Alliance Revenues (November 6, 2000)
CM 00022 - CM 00036	January 1999 to January 2000 Panama City Market Share Data for Various Carriers (February 28, 2000)

* Some documents were originally created in Spanish. For these documents, the original version in Spanish is provided as well as the English translation. In addition, the documents were created either by Fatima Beitia or Mauro Henriquez, both of whom are Assistant Managers for Revenue Accounting, Rodolfo Guillen, Senior Analyst for Planning, or Daniel Gunn, Senior Director of Planning and Alliances.

Document Number	Description
CM 00037 - CM 00044	January 1999 to January 2000 Reservation Data by Carrier for Panama City Market (February 28, 2000)
CM 00045 - CM 00050	January 1999 to January 2000 Percentage of Reservations by Carrier in the Panama City Market (February 28, 2000)
CM 00051	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for GUA-PTY (February 28, 2000)
CM 00052	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for PTY-GUA (February 28, 2000)
CM 00053	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for MGA-PTY (February 28, 2000)
CM 00054	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for PTY-MGA (February 28, 2000)
CM 00055	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for MIA-PTY (February 28, 2000)
CM 00056	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for PTY-MIA (February 28, 2000)
CM 00057	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for SJU-PTY (February 28, 2000)
CM 00058	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for PTY-SJU (February 28, 2000)

Document	Description
CM 00059	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for LIM-PTY (February 28, 2000)
CM 00060	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for PTY-LIM (February 28, 2000)
CM 00061	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for SDQ-PTY (February 28, 2000)
CM 00062	Graph Depicting January 1999 to January 2000 COPA, Continental, and Combined COPA/Continental Market Shares for PTY-SDQ (February 28, 2000)

CERTIFICATE OF SERVICE

I certify that I have this date served a copy of the foregoing motion on the following persons in accordance with the Department's Rules of Practice.

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